

IN THE CHANCERY COURT OF LEWIS COUNTY  
AT HOHENWALD, TENNESSEE

In Re: Sentinel Trust Company

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Case No. 4781

FILED December 15 2004  
at 9:45 o'clock A. M.  
JANET WILLIAMS, Clerk & Master  
BY Janet Williams

**ORDER APPROVING DISTRIBUTION OF FUNDS**  
**REALIZED UPON LEE COUNTY, ALABAMA**  
**BOND ISSUE AND DIRECTING ALL CLAIMS BY**  
**BONDHOLDERS TO PROOF OF CLAIM PROCESS**

On December 6, 2004, the Sentinel Trust Receiver moved the Court to approve distribution of funds realized upon the sale of the collateral relating to the Lee County, Alabama, Industrial Development Authority Revenue Bond (George Washington Carver Food Products Facility) Series 1997 Bond Issue ("Lee County Bond Issue"). Hearing on this matter was had on December 15, 2004.

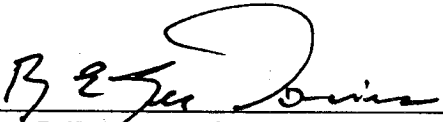
Upon consideration of the Receiver's motion, the record, and argument regarding that motion, the Court finds and approves that \$11,791.41 to the Waller Lansden Firm and \$1,856.50 to the Bradley Arant Firm be paid from the collateral proceeds for services rendered regarding the Lee County Bond Issue. The Court further finds and approves that \$357,024.40 be distributed from the collateral proceeds to the pooled fiduciary account for amounts that were taken from that account to pay for matters in relation to the Lee County Bond Issue. The Court also finds and approves that the amounts of \$222,272.68 and \$13,549.37 be distributed to the Receiver from the Lee County Bond Issue collateral proceeds for payment of pre- May 18, 2004 fees and expenses owed to Sentinel Trust regarding charges and fees relating to the Lee County Bond Issue default. The Court next finds and approves that the amount of \$71,259.25 be

distributed to the Receiver from the Lee County Bond Issue collateral proceeds for the payment of the post- May 18, 2004 fees, charges and expenses due to the Receivership relating to the Lee County Bond Issue default.

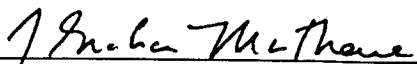
Further, the Court finds and approves that the bondholders of the Lee County Bond Issue be distributed the remainder of the collateral proceeds in the amount of \$177,300.00<sup>1</sup>, which will yield approximately \$.03/\$1.00.

Additionally, the Court finds that in order to foster uniform treatment of claims by any Lee County Bond Issue bondholder and to foster the centralized treatment of matters relating to this Receivership, any Lee County Bond Issue bondholder will be required to pursue all claims arising from Lee County Bond Issue in the Sentinel Trust Receivership proof of claim process.

It is so ORDERED, this the 15 day of December, 2004.

  
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Hon. R.E. Lee Davies

Submitted for Approval

  
\_\_\_\_\_  
J. Graham Matherne, #11294  
WYATT, TARRANT & COMBS, LLP  
2525 West End Avenue, Suite 1500  
Nashville, Tennessee 37203-1423  
(615) 251-6708

<sup>1</sup> The Court approves the retention by the Sentinel Trust Receiver of \$3,124.63 to cover the expected residual expenses regarding the distribution of the funds directed herein and otherwise addressing residual matters arising from the Lee County Bond Issue.